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8

9 UNITED STATES DISTRICT COURT
10 NORTHERN DISTRICT OF CALIFORNIA

11 IRON WORKERS LOCAL 580 JOINT
12 FUNDS, on behalf of itself and all others
similarly situated,

13 Plaintiff,

14 v.

15 NVIDIA CORPORATION, JENSEN
16 HUANG, and COLETTE KRESS,

17 Defendants.
18

Case No. 4:18-cv-07669-HSG

CLASS ACTION

**AMENDED STIPULATION AND ORDER
TO CONSOLIDATE RELATED CASES,
EXTEND DEFENDANTS' TIME TO
ANSWER OR OTHERWISE RESPOND
TO THE OPERATIVE COMPLAINT,
VACATE THE INITIAL CASE
MANAGEMENT CONFERENCE, AND
RESET ALL RELATED DEADLINES**

[CIVIL L.R. 16-2, 7-12]

19 Current CMC: March 26, 2019
Judge: Hon. Haywood S. Gilliam, Jr.
20 Courtroom: 2

21 MICHAEL OTO, Individually and On
Behalf of All Others Similarly Situated,

22 Plaintiff,

23 v.

24 NVIDIA CORPORATION, JEN-HSUN
25 HUANG, and COLETTE M. KRESS,

26 Defendants.
27
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Related Case No. 4:18-cv-07783-HSG

1 Pursuant to Civil Local Rules 16-2 and 7-12, plaintiffs Iron Workers Local 580 Joint Funds
2 and Michael Oto (“Plaintiffs”) and defendants NVIDIA Corporation, Jensen Huang, and Colette Kress
3 (“Defendants,” and collective with Plaintiffs, the “Parties), by and through their undersigned counsel,
4 hereby stipulate and agree as follows:

5 RECITALS

6 WHEREAS, on December 21, 2018, Plaintiff Iron Workers Local 580 Joint Funds filed a
7 putative class action complaint, captioned *Iron Workers Local 580 Joint Funds v. NVIDIA*
8 *Corporation, et al.*, Case No. 4:18-cv-07669-HSG (the “*Iron Workers Action*”), against Defendants
9 for violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 (the “Exchange
10 Act”);

11 WHEREAS, on December 28, 2018, a substantially similar putative class action complaint was
12 filed in this District asserting the same or substantially similar claims against Defendants, captioned
13 *Oto v. NVIDIA Corporation, et al.*, Case No. 4:18-cv-07783-HSG (the “*Oto Action*”);

14 WHEREAS, on January 18, 2019, plaintiff in the *Iron Workers Action* filed an administrative
15 motion to relate the *Oto Action* to the *Iron Workers Action* pursuant to Civil Local Rules 3-12(a) and
16 7-11 (ECF No. 11) because these actions involve substantially the same parties, events, and claims,
17 and are both class actions brought against the same Defendants under the federal securities laws;

18 WHEREAS, on January 23, 2019, the Court entered an Order relating the *Oto Action* to the
19 *Iron Workers Action* (ECF No. 12);

20 WHEREAS, cases pending before the same judge, like the *Iron Workers* and *Oto* actions, may
21 be consolidated under Federal Rule of Civil Procedure 42 if the actions involve a common question
22 of law or fact;

23 WHEREAS, under the Private Securities Litigation Reform Act of 1995 (“PSLRA”), if any
24 party has sought to consolidate more than one action on behalf of a class asserting substantially the
25 same claim or claims, the Court shall not make a determination on the appointment of lead plaintiff
26 until after a decision on consolidation is rendered. 15 U.S.C. § 78u-4(a)(3)(B)(ii);

27 WHEREAS, both actions are styled as federal securities class actions, alleging claims under
28 Sections 10(b) and 20(a) of the Exchange act, on behalf of persons who purchased or otherwise

1 acquired NVIDIA Corporation stock between August 10, 2017 and November 15, 2018, and allege
2 that the same statements made on August 10, 2017, September 6, 2017, November 9, 2017, November
3 29, 2017, February 8, 2018, February 26, 2018, May 10, 2018, and May 16, 2018 were false and
4 misleading when made;

5 WHEREAS, to advance the interests of judicial economy and efficiency, prevent duplication,
6 and preserve the Court's and Parties' resources, the Parties agree that the *Iron Workers* and *Oto*
7 Actions should be consolidated;

8 WHEREAS, under the PSLRA, when a putative class action asserting claims under the federal
9 securities laws is filed, a process must be followed whereby the plaintiff gives notice to the putative
10 class, there is a sixty (60) day deadline for motion(s) for appointment of lead plaintiff to be filed, and
11 the Court appoints lead plaintiff(s) and approves the selection of lead counsel. 15 U.S.C. § 78u-4(a);

12 WHEREAS, under the PSLRA, any purported class member desiring to be appointed lead
13 plaintiff in the *Iron Workers* Action and *Oto* Action was required to file a motion for such appointment
14 on or before February 19, 2019. 15 U.S.C. § 78u-4(a)(3);

15 WHEREAS, on December 26, 2018, this Court issued an Order in the *Iron Workers* Action,
16 scheduling an Initial Case Management Conference for March 26, 2019 along with related Alternative
17 Dispute Resolution ("ADR") deadlines;

18 WHEREAS, the Parties anticipate that the actions will be consolidated, a lead plaintiff will be
19 appointed, and the lead plaintiff will accordingly file a consolidated complaint;

20 WHEREAS, in light of the deadline to file a motion to appoint lead plaintiff and lead counsel,
21 and in the interests of judicial economy and preservation of the Court's and Parties' resources, the
22 Parties agree that Defendants need not answer, move or otherwise respond to the complaints in the
23 *Iron Workers* Action or the *Oto* Action or any related action, or subsequently filed actions transferred
24 to this Court, until a date to be set following the appointment of a lead plaintiff pursuant to 15 U.S.C.
25 §78u-4(a)(3)(B) and the filing by such lead plaintiff of a consolidated complaint;

26 WHEREAS, the Parties agree that, in light of the upcoming deadline to file a motion to appoint
27 lead plaintiff and lead counsel, it would be most efficient to conduct the Initial Case Management
28 Conference after appointment of lead plaintiff and lead counsel; and

1 WHEREAS, the Parties further agree that within ten (10) days following the appointment of
2 lead plaintiff and lead counsel, lead plaintiff and Defendants will meet and confer and submit a
3 schedule for the filing of a consolidated complaint and Defendants' response thereto.

4 **STIPULATION**

5 NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the Parties hereto,
6 through their undersigned counsel, as follows:

7 **CONSOLIDATION**

8 1. Pursuant to Federal Rule of Civil Procedure Rule 42(a), the above-captioned actions
9 (the "Consolidated Action") shall be consolidated for all purposes, including, without limitation,
10 discovery, pretrial proceedings, and trial.

11 2. Every pleading filed in the Consolidated Action shall bear the following caption:

12 UNITED STATES DISTRICT COURT
13 NORTHERN DISTRICT OF CALIFORNIA
14

15 In re NVIDIA CORPORATION
16 SECURITIES LITIGATION

Case No. 4:18-cv-07669-HSG

CLASS ACTION

Judge: Hon. Haywood S. Gilliam, Jr.
Courtroom: 2

17 _____
18 This Document Relates to:
19 _____

20 3. For all actions subsequently filed in, or transferred to this District, that are related to
21 the Consolidated Action by the Court, the parties (including the parties to the subsequently filed or
22 transferred action) shall meet and confer regarding potential consolidation. If the parties ultimately
23 stipulate to consolidation, such action will be consolidated with the Consolidated Action. If the parties
24 are unable to agree on consolidation, the parties shall bring the matter to the Court's attention within
25 10 days after the subsequently filed or transferred action is related to the Consolidated Action.

26 **SCHEDULE**

27 1. Defendants need not answer, move or otherwise respond to the pending complaints in
28 the *Iron Workers* or *Oto* Actions or any related action, or subsequently filed actions transferred to this

1 Court until a date to be set following the appointment of a lead plaintiff pursuant to 15 U.S.C. §78u-
2 4(a)(3)(B) and the filing by such lead plaintiff of a consolidated complaint in the anticipated
3 Consolidated Action.

4 2. Within ten (10) days following the appointment of lead plaintiff and lead counsel, lead
5 plaintiff and Defendants will meet and confer and submit a schedule for the filing of a consolidated
6 complaint and Defendants' response thereto.

7 3. The Initial Case Management Conference in the *Iron Workers* Action currently
8 scheduled for March 26, 2019, along with any associated deadlines under the Federal Rules of Civil
9 Procedure and Civil Local Rules (including ADR deadlines), shall be vacated and reset until after
10 appointment of lead plaintiff and lead counsel.

11 4. The Parties do not seek to reset these dates for the purpose of delay, and the proposed
12 new dates will not have an effect on any pre-trial dates as the Court has yet to schedule these dates.

13 5. The Parties are not waiving any rights, claims, or defenses of any kind except as
14 expressly stated herein, and the Parties reserve the right to seek further extensions of time as
15 circumstances may warrant, subject to the Court's approval.

16 **IT IS SO STIPULATED, THROUGH COUNSEL OF RECORD.**

17 Dated: February 28, 2019

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21
22 /s/ John C. Dwyer
John C. Dwyer (136533)

23 Attorneys for Defendants
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25 HUANG, and COLETTE KRESS
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1 Dated: February 28, 2019

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1 Dated: February 28, 2019

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17 MICHAEL OTO

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20 **ATTESTATION OF CONCURRENCE IN FILING**

21 Pursuant to the United States District Court for the Northern District of California, Civil L. R.
22 5-1(i), I, John C. Dwyer, hereby attest that the concurrence to the filing of the foregoing document has
23 been obtained from the signatories.

1 Dated: February 28, 2019

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6 /s/ John C. Dwyer

John C. Dwyer (136533)

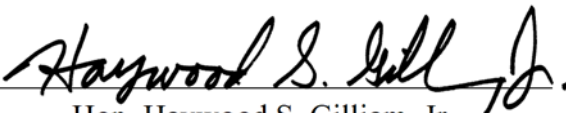
Attorneys for Defendants
NVIDIA CORPORATION, JENSEN
HUANG, and COLETTE KRESS

12 * * *

13 **ORDER**

14 PURSUANT TO STIPULATION, IT IS SO ORDERED. The case captioned *Oto v. NVIDIA*
15 *Corporation, et al.*, Case No. 4:18-cv-07783-HSG is hereby consolidated into the present action.
16 The earlier-filed civil action, Case No. 4:18-cv-07669-HSG shall serve as the lead case. The clerk is
17 directed to administratively close the later-filed civil action, Case No. 4:18-cv-07783-HSG. All
18 future filings should be done in the lead case only and should be captioned "In Re NVIDIA
19 CORPORATION SECURITIES LITIGATION."

20
21 DATED: MARCH 4, 2019


Hon. Haywood S. Gilliam, Jr.
United States District Court Judge